

SUBORDINATION AGREEMENT

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand paid and other good and valuable consideration, FIRST NATIONAL BANK OF CLARKSDALE, does hereby subordinate the lien of its Deeds of Trust executed by W. W. Sullivan and Robert I. Abbay, III, to First National Bank of Clarksdale; recorded in the Office of the Chancery Clerk of Desoto County, Mississippi, and being of record in:

1. Deed of Trust Book 578, Page 138;
2. Deed of Trust Book 630, Page 318;
3. Deed of Trust Book 532, Page 116;
4. Deed of Trust Book 809, Page 655;
5. Deed of Trust Book 691, Page 259;
6. Deed of Trust Book 747, Page 359;

to the Deed of Trust executed by W. W. Sullivan and Robert I. Abbay, III, to Larry O. Lewis, Trustee for the benefit of Citizens Bank & Trust Company, dated April 22, 1996, and recorded in Deed of Trust Book 828, Page 577, in the Land Records of DeSoto County, Mississippi, located in the Office of the Chancery Clerk of DeSoto County, Mississippi, and in the principal sum of \$220,361.00 plus interest and any renewals or extensions of said Deed of Trust and indebtedness.

WITNESS the signature of the FIRST NATIONAL BANK OF CLARKSDALE
STATE MS.-DE SOTO CO.

JUN 4 10 17 AM '96

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BK 833 PG 176
W.E. DAVIS CH. CLK.

by its duly authorized officer on this the 28 day of May, 1996.

FIRST NATIONAL BANK OF CLARKSDALE

BY Fred Surholt
FRED SURHOLT, SENIOR VICE PRESIDENT

STATE OF MISSISSIPPI
COUNTY OF Cook

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said county and state, on this the 28 day of May, 1996, within my jurisdiction, the within named Fred Surholt, who acknowledged that he is the Senior Vice President of First National Bank of Clarksdale, a Mississippi Banking corporation, and that for and on behalf of said corporation, and as its act and deed he executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

Sandra Kay Jensen
Notary Public

(SEAL)

My Commission Expires:

7-20-98

PREPARED BY: Law Offices of A. Cinclair May
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